

**Chapman and Cutler LLP**

Attorneys at Law • Focused on Finance®

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July 25, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

RECORDATION NO. 18860-6 FILED

JUL 27 '11 -11 20 AM

**SURFACE TRANSPORTATION BOARD**

Re: TTX Company  
Termination of Lease and Equipment Trust Agreement  
Lease No. 41-A

Dear Section Chief:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Termination of Equipment Trust Agreement (No. 41-A), dated as of July 27, 2011, between TTX Lease 41-A Trust, as Owner (the "*Owner*"), and Wells Fargo Bank, N.A. (successor-in-interest to First Security Bank of Idaho, National Association), as Security Trustee (the "*Security Trustee*").

The enclosed document relates to the equipment trust agreement previously filed under Recordation Number 18860-B and a supplement thereto which was subsequently filed under Recordation Number 18860-E. Please also note that the enclosed document relates to the Termination of Lease (Lease No. 41-A), dated as of July 27, 2011, between Owner and TTX Company, which is being submitted for recording concurrently therewith.

The names and addresses of the parties to the enclosed document are as follows:

Owner: TTX Lease 41-A Trust  
c/o Wells Fargo Bank Northwest, National Association  
MAC: U1228-120  
299 South Main Street, 12th Floor  
Salt Lake City, Utah 84111  
Attention: Corporate Trust Services

Security Trustee: Wells Fargo Bank, National Association  
MAC: U1228-120  
299 South Main Street, 12th Floor  
Salt Lake City, Utah 84111  
Attention: Corporate Trust Services

Chapman and Cutler LLP

A description of the equipment covered as of the date hereof by the aforesaid memorandum is:

The 384 Railcars as more specifically described in Exhibit A attached hereto.

A short summary of the document to appear in the index follows:

Termination of Equipment Trust Agreement (No. 41-A).

A fee of forty-one dollars (\$41.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

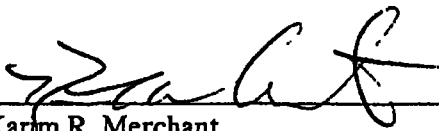
Robert Alvord, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-3465.

Sincerely,

CHAPMAN AND CUTLER LLP

By

  
Karim R. Merchant

KRM/dk  
Enclosures

**EXHIBIT A  
RAILCARS**

**PURCHASED RAILCARS**

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Three-unit double stack well car — DTTX	GUNDERSON	427086 - 427109	24
		427111 - 427116	26
		427119 - 427126	
		427128	
		427130 - 427137	
		427139 - 427141	
Four-unit double stack well car — DTTX	NSC	430046 - 430053	34
		430055 - 430078	
		430080 - 430081	
Single-unit double stack well car — DTTX	GUNDERSON	456177 - 456189	22
		456191 - 456199	
		456200 - 456233	34
Centerbeam flatcar — TTZX	TRINITY	85810 - 85811	71
		85813 - 85823	
		85825 - 85837	
		85839 - 85865	
		85867 - 85884	
		85947 - 85956	41
		85958 - 85962	
		85964 - 85977	
		85979 - 85981	
		85992	
	NSC	85995 - 85999	
		855001 - 855003	
		855010 - 855016	9
		855018 - 855019	
		861140 - 861183	58
		861185	
		861187 - 861199	
		861246 - 861284	47
		861286 - 861290	
		861292 - 861294	
TOTAL			<hr/> 366 <hr/>

# **CASUALTIED RAILCARS**

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Three-unit double stack well car — DTTX	GUNDERSON	427110 427117 - 427118 427127 427129 427138	6
Four-unit double stack well car — DTTX	NSC	430054 430079	2
Single-unit double stack well car — DTTX	GUNDERSON	456190	1
Centerbeam flatcar — TTZX	TRINITY	85812 85824 85838 85866 855017	5
	NSC	861184 861186 861285 861291	4
TOTAL			<hr/> 18 <hr/>
TOTAL ALL RAILCARS			<hr/> 384 <hr/>

JUL 27 '11 -11 20 AM

TERMINATION OF EQUIPMENT TRUST AGREEMENT  
(STB)

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF EQUIPMENT TRUST AGREEMENT (No. 41-A) is made and entered into as of July 27, 2011 by and between TTX LEASE 41-A TRUST, as Owner (the "*Owner*"), and Wells Fargo Bank, National Association (successor-in-interest to First Security Bank of Idaho, National Association), as Security Trustee (the "*Security Trustee*").

1. The Owner has entered into that certain Lease of Railroad Equipment (No. 41-A) with TTX Company dated as of June 30, 1994 (as amended, modified or supplemented, the "*Lease*"), a copy of which (or evidence thereof) was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to the provisions of 49 U.S.C. Section 11303 on June 30, 1994 under Recordation Number 18860. The Lease was assigned to the Security Trustee by virtue of an Equipment Trust Agreement (No. 41-A) dated as of June 30, 1994 (as amended, modified or supplemented, the "*Equipment Trust Agreement*"), a copy of which (or evidence thereof) was filed with the Interstate Commerce Commission pursuant to the provisions of 49 U.S.C. Section 11303 on June 30, 1994 under Recordation Number 18860-B, and a supplement thereto was subsequently filed under Recordation Number 18860-E.

2. The Equipment Trust Agreement is terminated effective as of the date hereof and the Security Trustee hereby releases all of its right, title and interest in and to the railroad equipment set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

TRIX LEASE 41-A TRUST, as owner

By: Wells Fargo Bank Northwest, National  
Association, not in its individual capacity, but  
solely as Trustee

By:                     *Michael Arsenault*                      
Name: Michael Arsenault  
Title: Vice President

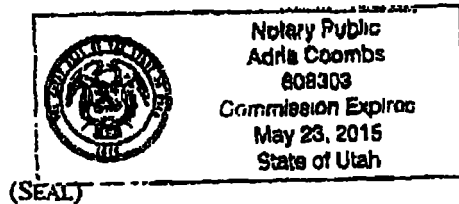
WELLS FARGO BANK, NATIONAL ASSOCIATION  
(successor-in-interest to First Security Bank  
of Idaho, National Association), not in its  
individual capacity, but solely as Security  
Trustee

By:                     *Michael Arsenault*                      
Name: Michael Arsenault  
Title: Vice President

STATE OF UTAH )  
 ) SS.:  
COUNTY OF SALT LAKE )

On this, the \_\_\_\_\_ day of July, 2001, before me, a Notary Public in and for said County and State, personally appeared Michael Arsenault, who being by me duly sworn, says that (s)he is the Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that said instrument was signed on July \_\_, 2011 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

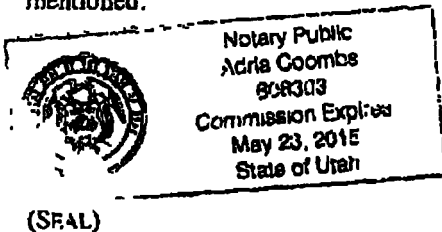


Adria Coombs  
Name: \_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_  
Residing in \_\_\_\_\_

STATE OF UTAH )  
 ) SS.:  
COUNTY OF SALT LAKE )

On this, the \_\_\_\_\_ day of July, 2011, before me, a Notary Public in and for said County and State, personally appeared Michael Arsenault, who being by me duly sworn, says that (s)he is the Vice President of WELLS FARGO BANK, NATIONAL ASSOCIATION, that said instrument was signed on July \_\_, 2011 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Adria Coombs  
Name: \_\_\_\_\_  
Notary Public  
My Commission Expires: \_\_\_\_\_  
Residing in \_\_\_\_\_

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TOTAL			<hr/> 18 <hr/>
TOTAL ALL RAILCARS			<hr/> 384 <hr/>

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated 7/27/11



\_\_\_\_\_  
Robert W. Alvord